

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

|                                   |   |                        |
|-----------------------------------|---|------------------------|
| In re:                            | : | Chapter 11             |
|                                   | : |                        |
| W.R. Grace & Co., <u>et al.</u> , | : | Case No. 01-1139 (JKF) |
|                                   | : |                        |
| Debtors.                          | : | (Jointly Administered) |

**Related to Docket No. 20622**

**PRELIMINARY WITNESS LIST OF CERTAIN INSURERS IN  
COMPLIANCE WITH SECOND AMENDED CASE MANAGEMENT ORDER**

Fireman’s Fund Insurance Company (and possibly other related companies) and Allianz S.p.A., f/k/a Riunione Adriatica Di Sicurta (collectively, “Certain Insurers”), by and through their undersigned attorneys, pursuant to paragraph 4 of the Court’s Second Amended Case Management Order [Docket No. 20622] (the “CMO”), identify the following witnesses who may be called to testify at the hearings (the “Hearings”) on confirmation of the *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W.R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants’ Representative, and the Official Committee of Equity Security Holders Dated as of February 27, 2009* (the “Plan”)<sup>1</sup>:

1. Subject to responses to written discovery, one or more representatives of Grace;
2. Subject to responses to written discovery, one or more representatives of the Asbestos PI Committee;
3. the Asbestos PI FCR;
4. the proposed trustees of the Asbestos PI Trust;
5. the proposed members of the Asbestos PI TAC;

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<sup>1</sup> Capitalized terms not defined herein have the meanings given to them in the Plan.

6. representative(s) of Certain Insurers to testify in support of their objections to confirmation of the Plan;
7. Sean T. Mathis;
8. James B. Shein;
9. George L. Priest;<sup>2</sup>
10. Any and all fact or expert witnesses that have been or which will be identified by any other party pursuant to the CMO or otherwise in connection with the hearings with respect to the Plan or in connection with any other proposed plan of reorganization to which the CMO may relate.

In addition to the foregoing specifically identified witnesses, Certain Insurers reserve the right to call witnesses from one or more of the following categories of individuals:

- A. Individuals to provide testimony necessary to establish the admissibility of any document or exhibit proffered by Certain Insurers to which any party lodges an objection;
- B. Individuals to provide testimony in support of one or more summaries consistent with Federal Rule of Evidence 1006;
- C. Any individual designated at any time as a witness by any other party, notwithstanding whether any designation filed by a party subsequently is amended to remove any previously designated witness; and
- D. Any individual identified by any other party in discovery.

Certain Insurers further reserve the right to revise and/or amend the foregoing list; to make any adjustments or changes thereto as they believe are necessary; and to seek to introduce into evidence any admission made by any party, whether or not such party or person making the admission was identified herein or not. Further, as discovery is ongoing, and final confirmation

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<sup>2</sup> Messrs. Mathis, Shein and Priest will be submitting expert reports in support of Certain Insurers' objections to the Plan.

objections are not yet due under the CMO, this witness list is submitted without prejudice to (i) the designation or presentation of any and all witnesses that Certain Insurers may deem necessary at the Hearings, and (ii) the rights of Certain Insurers to present no witnesses at the Hearings.

Dated: March 13, 2009  
Wilmington, Delaware

STEVENS & LEE, P.C.

/s/ John D. Demmy.

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